



**BYLAWS
OF
MESSIAH LUTHERAN CHURCH
OF CAMROSE**

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BYLAWS OF MESSIAH LUTHERAN CHURCH OF CAMROSE

1. THE CONGREGATION

1.1 ANNUAL MEETING

- 1.1.A** The annual meeting of the Congregation shall be held within eight weeks of the fiscal year-end.

1.2 AUTHORITY TO APPOINT

- 1.2.A** The Congregation shall appoint the auditor(s) at the annual meeting.
- 1.2.B** The Congregation shall form Standing Committees. A Standing Committee is formed to assist the Congregation in realizing its nature and mission in one of the five areas defined in Article 3 of the Constitution (Worship, Learning, Witnessing, Service and Support).
- 1.2.C** Either the Congregation or Church Council may appoint a Subcommittee, Group, Task Force or an Individual to assist in its ministry.
- 1.2.D** A Standing Committee may appoint a Subcommittee, Group, or an Individual to assist in carrying out its mandate, provided it has received the approval of Church Council to do so when there are new financial obligations beyond the Committee's budget.

1.3 THE GOVERNANCE MANUAL

- 1.3.A** The Constitution, Bylaws and all policies and procedures shall be recorded in The Governance Manual. A copy of The Governance Manual or specific portions shall be made readily available upon request.
- 1.3.B** Policy and procedures, in accord with the Constitution and Bylaws, shall be recommended to and approved by Church Council. The Congregation reserves the right to review and amend policies and procedures at a duly called Congregational Meeting.

1.4 PROVISION OF MANDATES

- 1.4.A** Whenever an entity (Standing Committee, Subcommittee, Group, Task Force or Individual) is organized or appointed, the organizing body is responsible to develop a written mandate for the entity that defines eligibility for membership, duration of service, scope of authority, and responsibilities.

1.5 ELECTIONS

- 1.5.A** Only members of the Congregation are eligible for election to Church Council.
- 1.5.B** Members or those friends of Messiah who are actively involved in the life and mission of the Congregation are eligible to serve on all Standing Committees.
- 1.5.C** Employees of the Congregation are not eligible for election.
- 1.5.D** A member of Church Council or of a Standing Committee is elected for a term of two years. No one may serve in more than one elected position at one time.
- 1.5.E** A member of Church Council or of a Standing Committee who is absent for two consecutive meetings shall be contacted by the President of Church Council or Chairperson of the Standing Committee, respectively. If the individual is absent for three consecutive meetings without a valid reason, the Church Council or the respective Standing Committee may declare the position vacant.
- 1.5.F** If the position of a member of Church Council should become vacant before that person's term expires, nominations shall be solicited by Church Council. Church Council shall make a temporary appointment to fill the vacancy for the completion of that term, to be ratified by the next Congregational Meeting. Should the unexpired term be one year or less, it shall not be considered in determining eligibility for succession.
- 1.5.G** If the position of a member of a Standing Committee should become vacant before that person's term expires and a congregational meeting is not being held at a time convenient for election, a new member may be recruited by the Committee and elected by the Church Council. Should the unexpired term be one year or less, it shall not be considered in determining eligibility for succession.
- 1.5.H** Those elected shall be installed according to the prescribed order of the Church at the next worship service following their election or as soon thereafter as convenient.

2. CHURCH COUNCIL

2.1 COMPOSITION

- 2.1.A** The membership of the Church Council shall be the President, the Vice-President, the Secretary, the Treasurer, and five members at large.

2.2 SCOPE OF AUTHORITY

- 2.2.A** Church Council is authorized to act on behalf of the Congregation between meetings of the Congregation and receives its authority by election of the Congregation.

- 2.2.B** Church Council is authorized to take on expenses within the budget approved by the Congregation and when it has been given specific authority by the Congregation to take action in special circumstances.
- 2.2.C** Church Council and each of its members shall act according to the Constitution, Bylaws, policies, procedures and decisions of the Congregation.
- 2.2.D** Policies and procedures shall be approved, reviewed and amended at a congregational meeting if council feels the matter is of sufficient importance to require that level of consideration or if such action is requested in writing by members of the Congregation in accordance with the Constitution: Article 9. Section 2. d or Article 9. Section 3.
- 2.2.E** A member of Church Council receives his/her authority by the election of the Congregation.
- 2.2.F** A member of Church Council acts within the authority given to Church Council and as defined by the responsibilities given to that member.

2.3 RESPONSIBILITIES

2.3.A Leadership

- 2.3.A.1** to lead the Congregation in stating its mission, long range planning, setting goals and priorities, and evaluating its activities in the light of its mission and goals
- 2.3.A.2** to recommend a budget to the annual meeting of the Congregation
- 2.3.A.3** to decide which member at large shall act as liaison with which Standing Committee

2.3.B Relationships

- 2.3.B.1** to emphasize the partnership of the Congregation with The Synod of Alberta and the Territories and the Evangelical Lutheran Church in Canada and encourage support for the work of the church at large

2.3.C Peace and Harmony

- 2.3.C.1** to promote congregational unity and good will, fostering mutual understanding in times of conflict, and exercising discipline, when necessary, under the provision of the constitution
- 2.3.C.2** to arbitrate special concerns on matters affecting one or more Committees in order to promote unity and the welfare of the Congregation

2.3.C.3 to receive, either as a group or individually, representation from any member of the congregation or from an employee, on any topic of concern to that member or employee

2.3.D Personnel

2.3.D.1 to facilitate an annual evaluation of the Senior Pastor's ministry and to assist the Senior Pastor in establishing goals for the following year that are specific, attainable and measurable

2.3.D.2 to review regularly staffing needs, evaluating them in light of the congregation's priorities

2.3.D.3 to give final approval to all staffing recommendations

2.3.D.4 to provide support for the pastor(s) and staff, to assist them in reviewing and evaluating their ministry, and to ratify annually their financial compensation

2.3.E Process

2.3.E.1 to facilitate regular review of *The Governance Manual*

2.3.E.2 to develop such policies and procedures as it deems necessary while respecting the scope of its authority. A copy of such policies and procedures shall be available for members upon request

2.3.E.3 to meet monthly except in December, July and August

2.3.E.4 to set the date for congregational meetings and for the Annual Planning Meeting, and to approve the agendas

2.3.E.5 to appoint a Nominating Group, chaired by the Vice-President, at its January meeting

2.3.F Standing Committees

2.3.F.1 to provide orientation for members of Standing Committees to undertake their responsibilities

2.3.F.2 to engage each Standing Committee in the congregation's planning, goals and priorities

2.3.F.3 to make provision in the budget for the mission and ministry of the Standing Committees

2.3.F.4 to make provision in the budget for a contingency fund to make it possible to respond to new requests from Standing Committees

2.3.G Reporting

2.3.G.1 to provide a written report of its activities to the Annual Meeting, including a listing of policies and procedures to which it made amendments during the year together with a general description of the changes made.

2.4 PRESIDENT

2.4.A presides at meetings of the Council and of the Congregation

2.4.B plans Church Council meeting agendas

2.4.C acts as the official spokesperson of the Council and of the Congregation

2.4.D ensures that all decisions are documented accurately in minutes, policies and other documents

2.5 VICE-PRESIDENT

2.5.A presides at the meetings of the Council and of the Congregation in the absence of the President

2.5.B chairs the Nominating Group

2.6 SECRETARY

2.6.A keeps the minutes of the Council and of the Congregation in a volume, provided by the Congregation, which shall be permanently preserved in the congregational archives

2.6.B distributes minutes, policies and other documents in a timely manner

2.6.C ensures that a current copy of *The Governance Manual* is maintained and that the documents contained in it are readily available

2.6.D oversees the maintenance of the congregational archives

2.6.E ensures compliance with reporting requirements of the Synod of Alberta and the Territories and the Province of Alberta regarding the Constitution and Bylaws

2.7 TREASURER

2.7.A shall have custody of all funds of the Congregation and shall receive and disburse such funds in accordance with the decisions of the Congregation and of the Council

2.7.B gives management direction to staff members who administer the financial matters of the Congregation

- 2.7.C** oversees the process of developing a budget
- 2.7.D** works closely with the Support Committee in financial matters
- 2.7.E** provides a written financial report at each Council meeting
- 2.7.F** presents an audited statement to the Congregation annually
- 2.7.G** recommends financial policies and procedures to Council
- 2.7.H** provides regular written financial reports to each Standing Committee of expenditures and budget matters related to that Committee
- 2.7.I** makes available a written report of all financial transactions upon request

2.8 MEMBER AT LARGE

- 2.8.A** serves as a liaison between Council and one of the Standing Committees
- 2.8.B** develops a working relationship with the Standing Committee that will enable the member at large to exercise the responsibilities of this position
- 2.8.C** is completely versed in the responsibilities of a specific Standing Committee as well as its actions and deliberations
- 2.8.D** draws Council's attention to matters in the report of the Standing Committee that require Council action
- 2.8.E** arranges for a presentation at a Council meeting by representatives of the Standing Committee when necessary or requested
- 2.8.F** keeps members of the Standing Committee apprised of Council activities specifically related to the areas of responsibility of the Standing Committee

2.9 THE EXECUTIVE

- 2.9.A** shall consist of the President, Vice-President, Secretary and Treasurer.
- 2.9.B** has the authority to act in the stead of Church Council for such purposes and/or at such times as the Council shall determine in advance. This may include provision for dealing with matters that may arise when Council does not meet in December, July and August.

2.10 NOMINATING GROUP

- 2.10.A** shall be formed at the January meeting of Church Council, including a minimum of two other people appointed by Church Council to assist the Vice-President

2.11 CONFLICT OF INTEREST

- 2.11.A** A Church Council member shall declare a conflict of interest and will not take part in any discussion or vote if he or she or any member of their immediate family in any way, directly or indirectly, benefits from an existing or proposed contract, transaction or arrangement with the congregation.
- 2.11.B** The Church Council may declare that a real or perceived conflict of interest exists with a Council member and that member will not participate in any discussion or vote.

3. THE SENIOR PASTOR

3.1 SCOPE OF AUTHORITY

- 3.1.A** The Senior Pastor's authority comes from the Congregation and from the Evangelical Lutheran Church in Canada and the Synod of Alberta and the Territories.
- 3.1.B** The Senior Pastor shall act according to the Constitution, Bylaws and decisions of the Evangelical Lutheran Church in Canada, of the Synod of Alberta and the Territories, and of the Congregation.
- 3.1.C** The Senior Pastor acts within the authority given by the Congregation and as defined by the Letter of Call and the position description.
- 3.1.D** The Senior Pastor shall be advisor to Church Council and the Executive, with voice but no vote.
- 3.1.E** The Senior Pastor shall be advisor to Standing Committees, subcommittees, groups, task forces and appointed individuals, with voice but no vote. The Senior Pastor may delegate this authority to staff members.
- 3.1.F** All staff members shall be accountable to the Senior Pastor, subject to the congregation's personnel policy.
- 3.1.G** When a non-rostered staff member is to be hired, Church Council shall approve the job description for the position. It shall appoint a task force, composed of members of Council, members of the Congregation, and the Senior Pastor to interview candidates for the position. When a consensus of the members of the task force has been reached for hiring a specific person, the task force shall make a recommendation to Church Council.
- 3.1.H** When the dismissal of a non-rostered staff member needs to be considered, Church Council may appoint a subcommittee of Council or a task force, composed of members of Council, members of the Congregation, and the Senior Pastor to review the recommendation. When a consensus has been reached, a recommendation shall be made to Church Council.

3.2 RESPONSIBILITIES

- 3.2.A** are detailed in the Letter of Call and the position description, in accord with Article 7 – The Office of Ministry, Section 4, of the Constitution
- 3.2.B** to install members of Church Council and Standing Committees according to the prescribed order of the Church at the next worship service following their election or as soon thereafter as convenient, or to assign this to another pastor or a diaconal minister
- 3.2.C** to fulfill his or her ministry according the standards stated in relevant documents of the Evangelical Lutheran Church in Canada, the Synod of Alberta and the Territories, and the Congregation. These include their constitutions, bylaws, policies, and related documents
- 3.2.D** to provide written reports of the activities of the Senior Pastor and members of staff to the Church Council
- 3.2.E** to provide a written report of the activities of the Senior Pastor and members of staff to the Annual Meeting

4. STANDING COMMITTEES

4.1 COMPOSITION

- 4.1.A** Each Standing Committee shall have six Committee members.

4.2 QUORUM

- 4.2.A** A Standing Committee shall require a majority of its members present for constituting a quorum.

4.3 SCOPE OF AUTHORITY

- 4.3.A** A Standing Committee is authorized by the Congregation to provide leadership for a specific area related to the mission and nature of the congregation.
- 4.3.B** A Standing Committee shall act according to the Constitution, Bylaws, policies, procedures and decisions of the Congregation.
- 4.3.C** A Standing Committee may authorize and take on expenses within the budget approved by the Congregation for the Committee, subject to Church Council's responsibility for financial management.
- 4.3.D** A Standing Committee shall consult with Church Council to determine appropriate action when it decides that a decision may require broader participation for a decision to be made or if a review of Committee minutes by Council indicates that such consultation is required

4.4 RESPONSIBILITIES

- 4.4.A** The specific responsibilities of each Standing Committee shall be defined in a bylaw for that Standing Committee.
- 4.4.B** Each Standing Committee shall elect from its members a chairperson and a secretary, review its responsibilities, and develop or refine a strategic plan to meet its responsibilities.
- 4.4.C** to meet at least four times during the year
- 4.4.D** to make provision for a time for devotions and building community among members of the Committee
- 4.4.E** to monitor the accounts related to its responsibilities and assist the Council in developing the portion of the budget that relates to its responsibilities
- 4.4.F** to develop a written mandate that clearly states eligibility for membership, duration of service, scope of authority and responsibilities whenever a subcommittee or group is created or an individual is appointed
- 4.4.G** to provide written reports of its activities to the Church Council
- 4.4.H** to provide a written report of its activities to the Annual Meeting, including information about the work of any subcommittees, groups or appointed individuals for which it is responsible

4.5 CONFLICT OF INTEREST

- 4.5.A** A committee member shall declare a conflict of interest and will not take part in any discussion or vote if he or she or any member of their immediate family in any way, directly or indirectly, benefits from an existing or proposed contract, transaction or arrangement with the congregation.
- 4.5.B** A committee may declare that a real or perceived conflict of interest exists with a committee member and that member will not participate in any discussion or vote.

5. WORSHIP COMMITTEE

The responsibilities of the Standing Committee for Worship are:

- 5.1** to assist the Congregation in realizing its nature and mission in the area of worship as defined in Article 3, Section 2 of the Constitution
- 5.2** to make provision for the development, coordination, supervision and evaluation of the worship and music programs of the congregation.

- 5.3** to make provision for distributing the Sacrament of Holy Communion in homes and institutions
- 5.4** to make provision to encourage personal devotional life
- 5.5** to make provision for the nurturing of faith through celebration of baptism, communion and regular worship
- 5.6** to recommend to Church Council policies related to worship
- 5.7** to make provision for online ministry
- 5.8** to make provision for recruiting, training, scheduling and thanking the lectors, greeters, ushers, those preparing and serving communion, audio technicians, video technicians and worship screen technicians
- 5.9** to create subcommittees and groups and to appoint individuals, as needed, to assist the Committee in meeting its responsibilities

6. LEARNING COMMITTEE

The responsibilities of the Standing Committee for Learning are:

- 6.1** to assist the Congregation in realizing its nature and mission in the area of learning as defined in Article 3, Section 3 of the Constitution.
- 6.2** to develop, coordinate, supervise, and evaluate the learning programs of the Congregation
- 6.3** to recommend to Church Council policies related to learning
- 6.4** to make provision for ministries with youth to help them share in the Congregation's nature and mission
- 6.5** to make provision for ministries with families to help them share in the Congregation's nature and mission, including special provision for families with babies and young children
- 6.6** to make provision for ministry with couples to help them to prepare, maintain, and nurture their marriages
- 6.7** to make provision for regular educational opportunities that will encourage the Congregation to practice biblical principles of stewardship
- 6.8** to create subcommittees and groups and to appoint individuals, as needed, to assist the Committee in meeting its responsibilities

7. WITNESSING COMMITTEE

The responsibilities of the Standing Committee for Witnessing are:

- 7.1** to assist the Congregation in realizing its nature and mission in the area of witnessing as defined in Article 3, Section 4 of the Constitution
- 7.2** to develop, coordinate, supervise, and review the witnessing programs of the Witnessing Committee.
- 7.3** to recommend to Council to add, delete, or change policies.
- 7.4** to encourage an atmosphere of hospitality for people of all ages and circumstances
- 7.5** to make provision for publicity for the Congregation and its activities which will enhance its sharing Jesus Christ with all people.
- 7.6** to make provision for the integration of new members into the life of the Congregation
- 7.7** to make provision for working with the pastor(s) to encourage inactive members to resume active membership and to provide ministry to people on the responsibility list
- 7.8** to make provision for the promotion of Congregational support for Cross Cultural Ministries
- 7.9** to create subcommittees and groups and to appoint individuals, as needed, to assist the Committee in meeting its responsibilities

8. SERVICE COMMITTEE

The responsibilities of the Standing Committee for Service are:

- 8.1** to assist the Congregation in realizing its nature and mission in the area of service as defined in Article 3, Section 5 of the Constitution
- 8.2** to develop, coordinate, supervise, and evaluate the service programs of the Congregation
- 8.3** to recommend to Church Council policies related to service
- 8.4** to make provision for local interpretation for matters of social justice within the community and as raised by the National Church or the Synod of Alberta and the Territories and for Canadian Lutheran World Relief
- 8.5** to make provision for the coordination of the recruiting, equipping and support of volunteers in the Congregation
- 8.6** to make provision for maintaining liaison with Neighbor Aid and similar organizations

- 8.7** to make provision for special ministries such as ministry with seniors, and other ministries that support pastoral care
- 8.8** to create subcommittees and groups and to appoint individuals, as needed, to assist the Committee in meeting its responsibilities
- 8.9** to make provision for ongoing attention to the requirements of policies related to privacy and the Policy for Protection of Children, Youth and Other Vulnerable People

9. SUPPORT COMMITTEE

The responsibilities of the Standing Committee for Support are:

- 9.1** to assist the Congregation in realizing its nature and mission in the area of support as defined in Article 3, Section 6 of the Constitution.
- 9.2** to develop, coordinate, supervise, and evaluate the support programs of the Congregation
- 9.3** to recommend to Church Council policies related to support
- 9.4** to provide a representative to the yearly Budget Group
- 9.5** to recommend to Church Council and the Annual General Meeting:
 - 1. members of the Audit Subcommittee
 - 2. an Accounting firm and limits for the terms of its engagement
- 9.6** to make provision for the coordination of the counting, recording and receipting of all monies received by the Congregation
- 9.7** to make provision for ongoing attention to the management of the Mission Endowment Fund and to programs for gift planning
- 9.8** to make provision for the maintenance and protection of all property (land, buildings, and equipment) of the Congregation including insurance and compliance with all codes
- 9.9** to make provision for liability insurance
- 9.10** to make provision for communication in the Congregation through such things as internal mailboxes, signage, sound and video systems, and publications such as *Messiah Messenger*, *Canada Lutheran*, the website, and a Church Directory
- 9.11** to create subcommittees and groups and to appoint individuals, as needed, to assist the Committee in meeting its responsibilities